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VISION TECH INTERNATIONAL HOLDINGS LIMITED

金科數碼國際控股有限公司*

(incorporated in Bermuda with limited liability)

(Stock Code: 922)

APPOINTMENT OF DIRECTORS, MEMBERS OF AUDIT COMMITTEE AND REMUNERATION COMMITTEE, REDESIGNATION OF DIRECTOR, RESIGN OF DIRECTORS, CHANGE OF CHIEF EXECUTIVE OFFICER AND CHANGE OF AUTHORISED REPRESENTATIVES

APPOINTMENT

The board of directors (the “**Board**”) of Vision Tech International Holdings Limited (the “**Company**”) is pleased to announce that with effect from 10 June 2009, Mr. Yeung Mui Kwan, David (“**Mr. Yeung**”) has been appointed as non-executive director of the Company, Mr. Law Yui Lun, Alan (“**Mr. Alan Law**”) and Mr. So Livius (“**Mr. So**”) have been appointed as independent non-executive directors and members of the audit committee and remuneration committee of the Company.

Mr. Yeung Mui Kwan, David

Mr. Yeung, aged 53, is a Certified Public Accountant (Practising) of the Hong Kong Institute of Certified Public Accountants. He is also a fellow member of the Hong Kong Institute of Certified Public Accountants and an associate member of the Institute of Chartered Accountants in England and Wales.

At present, Mr. Yeung is the sole proprietor of a Certified Public Accountants firm in Hong Kong. Prior to setting up his own practice, Mr. Yeung had worked for international audit firm and various business sectors. In all, Mr. Yeung has over 20 years’ experience in the fields of auditing and accounting.

* *For identification purpose only*

According to the service contract between the Company and Mr. Yeung, Mr. Yeung is entitled to an annual remuneration of HK\$180,000 per annum which is determined with reference to his duties and responsibilities within the Company, the Company's remuneration policy and the prevailing market conditions. Mr. Yeung has been appointed for a term of one year which will continue thereafter until being terminated by either party giving not less than three-month prior notice. Mr. Yeung will hold office until the next annual general meeting of the Company and will retire at that general meeting, but will become eligible for re-election pursuant to the Company's Bye-Laws.

Save as disclosed above, Mr. Yeung has not previously held any position with the Company or any of its subsidiaries and has not been a director in any other listed company in the past three years.

Mr. Yeung has no relationship with any directors, senior management or substantial or controlling shareholders of the Company. As at the date of this announcement, Mr. Yeung does not have any interests in the securities of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the "SFO").

Save as disclosed above, Mr. Yeung is not aware of any other matters that need to be brought to the attention of the holders of securities of the Company and there is no information that is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited (the "**Listing Rules**") in respect of Mr. Yeung.

Mr. Law Yui Lun, Alan

Mr. Alan Law, aged 47, is a Certified Public Accountant (Practising) of the Hong Kong Institute of Certified Public Accountants. He is also an associate member of each of the Hong Kong Institute of Certified Public Accountants and the Taxation Institute of Hong Kong and a fellow member of the Association of Chartered Certified Accountants of the United Kingdom respectively. Mr. Law holds a Master Degree in Business Administration from Oklahoma City University (USA).

He has been appointed as the independent non-executive director and a member of each of the Audit Committee, the Nomination Committee and the Remuneration Committee of a company listed on the Main Board, Shougang Concord Century Holdings Limited (Code 103) since April 2005.

At present, Mr. Alan Law is the sole proprietor of a Certified Public Accountants firm in Hong Kong. Prior to setting up his own practice, Mr. Alan Law had worked for the audit department of KPMG and the China Division of the Hong Kong office of Ernst & Young for a total of 8 years. He had also been a partner in a medium-sized local accounting firm in Hong Kong for over 3 years. In all, Mr. Alan Law has over 20 years' professional experience in the fields of auditing, accounting, corporate taxation, company liquidation and insolvency, financial advisory and management.

According to the service contract between the Company and Mr. Alan Law, Mr. Alan Law is entitled to an annual remuneration of HK\$180,000 per annum which is determined with reference to his duties and responsibilities within the Company, the Company's remuneration policy and the prevailing market conditions. Mr. Alan Law has been appointed for a term of one year which will continue thereafter until being terminated by either party giving not less than three-month prior notice. Mr. Alan Law will hold office until the next annual general meeting of the Company and will retire at that general meeting, but will become eligible for re-election pursuant to the Company's Bye-Laws.

Save as disclosed above, Mr. Alan Law has not previously held any position with the Company or any of its subsidiaries and has not been a director in any other listed company in the past three years.

Mr. Alan Law has no relationship with any directors, senior management or substantial or controlling shareholders of the Company. As at the date of this announcement, Mr. Alan Law does not have any interests in the securities of the Company within the meaning of Part XV of the SFO.

Save as disclosed above, Mr. Alan Law is not aware of any other matters that need to be brought to the attention of the holders of securities of the Company and there is no information that is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules in respect of Mr. Alan Law.

Mr. So Livius

Mr. So, aged 52, commenced his own business covering various industries including building materials and bitumen since July 1999. He is currently the Shareholder and Director of The Orthotic Group (Asia) Limited, which is principally engaged in the marketing of healthcare products.

From 1993 to 2001, Mr. So was the Director and Shareholder of EAS International Transportation Limited, a company with the major state owned by the China Government, which was principally engaged in the real estate and the provision of logistics services. His major accountabilities in the Company were strategic planning and merger and acquisition. From 1988 to 1993, he served as the Director and Financial Controller of Forex Group (Holdings) Limited, a full-fledged banking and financial services group with business including banking, insurance and stock brokerage. Prior to joining the Forex Group, Mr So had over 10 year's working experiences in the banking industry which he was promoted to managerial grades from clerical positions.

According to the service contract between the Company and Mr. So, Mr. So is entitled to an annual remuneration of HK\$180,000 per annum which is determined with reference to his duties and responsibilities within the Company, the Company's remuneration policy and the prevailing market conditions. Mr. So has been appointed for a term of one year which will continue thereafter until being terminated by either party giving not less than three-month prior notice. Mr. So will hold office until the next annual general meeting of the Company and will retire at that general meeting, but will become eligible for re-election pursuant to the Company's Bye-Laws.

Save as disclosed above, Mr. So has not previously held any position with the Company or any of its subsidiaries and has not been a director in any other listed company in the past three years.

Mr. So has no relationship with any directors, senior management or substantial or controlling shareholders of the Company. As at the date of this announcement, Mr. So does not have any interests in the securities of the Company within the meaning of Part XV of the SFO.

Save as disclosed above, Mr. So is not aware of any other matters that need to be brought to the attention of the holders of securities of the Company and there is no information that is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules in respect of Mr. So.

The Board gives its warmest welcome to Mr. Yeung, Mr. Alan Law and Mr. So for joining the Board.

REDESIGNATION

The Board is pleased to announce that Mr. Law Fei Shing (“Mr. Law”), which was appointed as an independent non-executive Director, member of audit committee and remuneration committee of the Company on 4 June 2009 was re-designated as executive Director with effective from 10 June 2009. Upon the re-designation, Mr. Law was resigned as members of audit committee and remuneration committee with effective from 10 June 2009. The annual remuneration of Mr. Law for acting as executive Director is HK\$960,000.

Except for the annual remuneration as disclosed above, please refer to the announcement of the Company dated 4 June 2009 for the remuneration package and information, which is still applicable as at the date of this announcement, of Mr. Law which is required to be disclosed under Rule 13.51(2) of the Listing Rules.

RESIGNATION

The Board announces the resignation of the following Directors:

Director	Effective date
Mr. Chu Kwok Chi Robert (“ Mr. Chu ”)	10 June 2009
Mr. Devidas Harilela (“ Mr. Harilela ”)	10 June 2009
Mr. Chan Chung Yin Victor (“ Mr. Chan ”)	10 June 2009
Mr. Cheng Hairong (“ Mr. Cheng ”)	11 June 2009
Mrs. Pei Chen Chi Kuen Delia (“ Mrs. Pei ”)	11 June 2009
Mr. Ma Kwai Yuen (“ Mr. Ma ”)	11 June 2009

All the above resigned Directors confirmed that they have no disagreement with the Board and there are no matters relating to their resignation that need to be brought to the attention of the shareholders of the Company.

The Board would like to take this opportunity to thank all the above resigned Directors for their contribution to the Company during their tenure of office.

CHANGE OF CHIEF EXECUTIVE OFFICER

The Board announces that with effective from 11 June 2009, Mr. Cheng has been resigned from Chairman and chief executive officer of the Company and Mr. Leung Chi Wah Earnest will be appointed the chief executive officer of the Company.

Following the resignation of Mr. Cheng, there remains the outstanding appointment of chairman of the Company as required under Rule A.2 of the Code of Corporate Governance Practices under the Listing Rules. The Company will look for a suitable candidate to fill the vacancy of chairman as soon as practicable and further announcement will be made by the Company upon fulfillment of the requirement under the Listing Rules.

CHANGE OF AUTHORISED REPRESENTATIVES

The Board announces that with effective from 10 June 2009, Mr. Chu Kwok Chi Robert and Mr. Yau Wing Yiu have been resigned from the authorised representatives of the Company and Mr. Leung Chi Wah Earnest and Mr. Law Fei Shing have been appointed as authorised representatives of the Company.

By Order of the Board
Vision Tech International Holdings Limited
Leung Chi Wah Earnest
Executive Director

Hong Kong, 10 June 2009

As at the date of this announcement, the board comprises three executive directors, namely, Mr. Cheng Hairong, Mr. Leung Chi Wah Earnest and Mr. Law Fei Shing; two non-executive directors, namely, Mrs. Pei Chen Chi Kuen Delia and Mr. Yeung Mui Kwan, David; and three independent non-executive directors, namely, Mr. Ma Kwai Yuen Terence, Mr. Law Yiu Lun Alan and Mr. So Livius.